United States Bankruptcy Court Southern District of Texas

# **ENTERED**

February 28, 2023

UNITED STATES BANKRUPTCY COURT

 $SOUTHERN\ DISTRICT \ \ \ \ \ \ \ \ Clerk$ 

# MOTION AND ORDER

	FOR	MOTION A	ND ORDER N <i>PRO HAC VICE</i>	
Division	Houston		Main Case Number	22-90341 (DRJ)
Debtor	In Re:		Core Scientific, Inc.,	, et al.
This lawyer, who is admitted to the State Bar of New York:				
Name Firm Street City & Zip Code Telephone Licensed: State & Number			Kristine G. Manoukian Schulte Roth & Zabel LLF 919 Third Avenue New York, NY 10022 (212) 756-2000 NY 4615464	5
Seeks to appear as the attorney for this party:				
Foundry Digital LLC				
Dated: 2/22/2023		Signed: /s/ Kristine G. Manoukian		
COURT USE ONLY: The applicant's state bar reports their status as:				
Dated:		Signed:	Deputy Clerk	
Order (Docket No. 550)				

The lawyer shall review the Local Rules, the Complex Case Procedures and the Court's published procedures. This lawyer is admitted pro hac vice.

Signed: February 28, 2023

DAVID R. JONES UNITED STATES BANKRUPT Y JUDGE

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United States Bankruptcy Court Southern District of Texas

In re: Case No. 22-90341-drj

Core Scientific, Inc. Chapter 11

Official Committee of Unsecured Creditor

Debtors

# CERTIFICATE OF NOTICE

District/off: 0541-4 User: ADIuser Page 1 of 6 Date Rcvd: Feb 28, 2023 Form ID: pdf002 Total Noticed: 34

The following symbols are used throughout this certificate:

Symbol **Definition** 

Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS

regulations require that automation-compatible mail display the correct ZIP.

#### Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Mar 02, 2023:

Recip ID db	+	Recipient Name and Address American Property Acquisition, LLC, 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+	American Property Acquisitions I, LLC, 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+	American Property Acquisitions VII, LLC, 210 Barton Springs Road, Suite 300, Austiin, TX 78704-1251
db	+	Core Scientific Acquired Mining LLC, 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+	Core Scientific Mining LLC, 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+	Core Scientific Operating Company, 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+	Core Scientific Specialty Mining (Oklahoma) LLC, 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+	Core Scientific, Inc., 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+	RADAR LLC, 210 Barton Springs Road, Suite 300, Austiin, TX 78704-1251
db	+	Radar Relay, Inc., 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+	Starboard Capital LLC, 210 Barton Springs Road, Suite 300, Austiin, TX 78704-1251
cr	+	AmTrust North America, Inc. on behalf of Associate, c/o Maurice Wutscher LLP, 23611 Chagrin Blvd. Suite 207, Beachwood, OH 44122-5540
intp	+	Board of Directors of Core Scientific, Inc., c/o Peter C. Lewis, Scheef & Stone, L.L.P., 500 North Akard Street, Suite 2700, Dallas, TX 75201-3306
intp	+	Condair Inc., c/o John S. Collins, Vorys, Sater, Seymour and Pease LLP, 909 Fannin, Suite 2700, Houston, TX 77010-1009
cr	+	Dalton Utilities, Howley Law PLLC, 711 Louisiana Street, Ste. 1850, Houston, TX 77002-2790
cr	+	GEM Mining 1, LLC, c/o Evan N. Parrott, 11 North Water Street, Suite 24290, Mobile, AL 36602-5024
cr	+	GEM Mining 2, LLC, c/o Evan N. Parrott, 11 North Water Street, Suite 24290, Mobile, AL 36602-5024
cr	+	GEM Mining 2B, LLC, c/o Evan N. Parrott, 11 North Water Street, Suite 24290, Mobile, AL 36602-5024
cr	+	GEM Mining 3, LLC, c/o Evan N. Parrott, 11 North Water Street, Suite 24290, Mobile, AL 36602-5024
cr	+	GEM Mining 4, LLC, c/o Evan N. Parrott, 11 North Water Street, Suite 24290, Mobile, AL 36602-5024
cr	+	Indigo Direct Lending, LLC, c/o Ross, Smith & Binford, PC, Attn: Frances A. Smith, 700 N. Pearl Street, Suite 1610 Dallas, TX 75201-7459
cr	+	J.W. Didado Electric, LLC, c/o Leonard I. Pataki, Quanta Services, 4500 S. Garnett Road, Suite 100, Tulsa, OK 74146-5221
cr	+	Maddox Industrial Transformer, LLC, c/o Mary M. Caskey, Esq., Haynsworth Sinkler Boyd, PA, PO Box 11889, Columbia, SC 29211-1889
intp	+	McCarthy Building Companies, Inc., c/o Watt, Tieder, Hoffar & Fitzgerald, L, 1765 Greensboro Station Place, Suite 1000, McLean, VA 22102-3468
cr	+	NextEra Energy Resources, LAW/JB, 700 Universe Blvd., Juno Beach, FL 33408, UNITED STATES 33408-2657
cr	+	Pescadero Capital, LLC, Building LAW/JB, 700 Universe Blvd, Juno Beach, FL 33408, UNITED STATES 33408-2657
cr	+	Tenaska Power Services Co., c/o Ross & Smith, P.C., Attn: Jason Binford, 2003 N. Lamar Blvd., Suite 100 Austin, TX 78705-4932
cr	+	Travis County, c/o Jason A. Starks, P.O. Box 1748, Austin, TX 78767-1748
intp	+	U.S. Bank National Association, as Prepetition Not, c/o Shipman & Goodwin LLP, One Constitution Plaza, Hartford, CT 06103-1803
cr	+	$ {\it c/o\ James\ Bailey\ Esq\ Gaylor\ Electric,\ Inc.,\ d/b/a,\ Bradley\ Arant\ Boult\ Cummings\ LLP,\ One\ Federal\ Place,\ 1819\ 5th\ Ave.\ N,\ Birmingham,\ AL\ 35203-2119 } $

TOTAL: 30

#### Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.

Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI). Electronic transmission is in Eastern Standard Time.

Recip ID	Notice Type: Email Address Email/Text: ahochheiser@mauricewutscher.com	Date/Time	Recipient Name and Address
	- Email Toxi discincisci e madree valenti com	Associate, c/o Maurice Wutscher	AmTrust North America, Inc. on behalf of Associate, c/o Maurice Wutscher LLP, 23611 Chagrin Blvd. Suite 207, Beachwood, OH 44122-5540
cr	+ Email/Text: beanland@mssattorneys.com	Feb 28 2023 20:23:00	BEAM Concrete Construction Inc. c/o Misti I.

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District/off: 0541-4 User: ADIuser Page 2 of 6 Date Rcvd: Feb 28, 2023 Form ID: pdf002 Total Noticed: 34 Beanland, 8131 LBJ Freeway, Suite 700, Dallas, TX 75251-1352 + Email/Text: dallas.bankruptcy@LGBS.com Feb 28 2023 20:24:00 Dallas County, Linebarger Goggan Blair & Sampson, LLP, c/o John K. Turner, 2777 N. Stemmons Freeway, Suite 1000, Dallas, TX 75207-2328 + Email/Text: schristianson@buchalter.com cr Feb 28 2023 20:23:00 Oracle America, Inc., Buchalter PC, c/o Shawn M. Christianson, 425 Market St., Suite 2900, San Francisco, Ca 94105-2491 + Email/Text: neil.orleans@judithwross.com cr Feb 28 2023 20:23:00 Tenaska Power Services Co., c/o Ross & Smith, P.C., Attn: Judith W. Ross, 700 N. Pearl Street, Suite 1610, Dallas, TX 75201-7459

TOTAL: 5

# **BYPASSED RECIPIENTS**

The following addresses were not sent this bankruptcy notice due to an undeliverable address, \*duplicate of an address listed above, \*P duplicate of a preferred address, or ## out of date forwarding orders with USPS.

•	<i>'</i>	8
Recip ID cr	Bypass Reason	Name and Address 36th Street Capital Partners, LLC
cr		ABLe Communications, Inc.
cr		Ad Hoc Group of Secured Convertible Noteholders
cr		Anchorage Lending CA, LLC
intp		B. Riley Commercial Capital, LLC
cr		Barings BDC, Inc.
cr		Barings Capital Investment Corporation
cr		Barings Private Credit Corp.
cr		BlockFi Lending LLC
cr		BlockFi, Inc. and its affiliated entities
cr		Bremer Bank
cr		CEC Energy Services LLC
cr		Celsius Mining, LLC
cr		Charles Basil
cr		City of Denton
cr		Coonrod Electric Co. LLC
intp		Foundry Digital LLC
cr		General Casualty Company of Wisconsin
intp		Harper Construction Company, Inc.
cr		Huband-Mantor Construction, Inc.
cr		Humphrey & Associates, Inc.
cr		MK Marlow Company, LLC
cr		MP2 Energy Texas LLC d/b/a Shell Energy Solutions
cr		Marnoy Interests, Ltd. d/b/a Office Pavilion
cr		MassMutual Asset Finance, LLC
cr		Mitch Edwards
cr		NYDIG ABL LLC
crcm		Official Committee of Unsecured Creditors
cr		Prime Alliance Bank, Inc.
cr		Priority Power Management, LLC
intp		SRPF A QR Riversouth LLC
cr		Sphere 3D Corp.
cr		TOYOTA INDUSTRIES COMMERCIAL FINANCE INC.
cr		Texas Capitalization Resource Group, Inc., 5201 Camp Bowie Blvd. Suite 200, Fort Worth
intp		The Ad Hoc Equity Group
intp		Trinity Capital Inc.
cr		Wingspire Equipment Finance, LLC
mom		

TOTAL: 37 Undeliverable, 0 Duplicate, 0 Out of date forwarding address

# NOTICE CERTIFICATION

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I, Gustava Winters, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed .R. Bank. P.2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Mar 02, 2023 Signature: /s/Gustava Winters

# CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on February 28, 2023 at the address(es) listed below:

Name Email Address

Alfredo R Perez

on behalf of Debtor Core Scientific Inc. alfredo.perez@weil.com,

alfredo-perez-1218@ecf.pacerpro.com;erin.choi@weil.com;clifford.carlson@weil.com;rene.olvera@weil.com;christopher.jalomo

@weil.com;jake.rutherford@weil.com;theodore.heckel@weil.com

Alfredo R Perez

on behalf of Debtor Core Scientific Specialty Mining (Oklahoma) LLC alfredo.perez@weil.com

alfredo-perez-1218@ecf.pacerpro.com;erin.choi@weil.com;clifford.carlson@weil.com;rene.olvera@weil.com;christopher.jalomo

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Alfredo R Perez

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Alfredo R Perez

on behalf of Debtor Core Scientific Operating Company alfredo.perez@weil.com

alfredo-perez-1218@ecf.pacerpro.com;erin.choi@weil.com;clifford.carlson@weil.com;rene.olvera@weil.com;christopher.jalomo

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Alfredo R Perez

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Alfredo R Perez

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Alfredo R Perez

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Alfredo R Perez

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alfredo-perez-1218@ecf.pacerpro.com;erin.choi@weil.com;clifford.carlson@weil.com;rene.olvera@weil.com;christopher.jalomo

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Alicia Lenae Barcomb

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kenneth.rusinko@haynesboone.com

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Byron Z Moldo

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Charles Thomas Kruse

on behalf of Creditor Barings Private Credit Corp. tom.kruse@arnoldporter.com

Charles Thomas Kruse

on behalf of Creditor Barings BDC Inc. tom.kruse@arnoldporter.com

Charles Thomas Kruse

on behalf of Creditor Barings Capital Investment Corporation tom.kruse@arnoldporter.com

Craig Crockett

on behalf of Creditor Texas Capitalization Resource Group Inc. craig@crockettfirm.com

Craig E Power

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Deborah Michelle Perry

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Devan Joan Dal Col

on behalf of Creditor Wingspire Equipment Finance LLC ddalcol@reedsmith.com

Devan Joan Dal Col

on behalf of Creditor Prime Alliance Bank Inc. ddalcol@reedsmith.com

Devan Joan Dal Col

on behalf of Creditor 36th Street Capital Partners LLC ddalcol@reedsmith.com

Dylan Ross

on behalf of Creditor ABLe Communications Inc. dross@forsheyprostok.com,

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Eric L Scott

on behalf of Creditor MK Marlow Company LLC escott@sv-legal.com

Eric Thomas Haitz

on behalf of Creditor Priority Power Management LLC ehaitz@gibsondunn.com

Frances Anne Smith

 $on \ behalf \ of \ Creditor \ Indigo \ Direct \ Lending \ LLC \ frances.smith@rsbfirm.com, \ michael.coulombe@rsbfirm.com, \ michael.coulombe@rsbfirm.coulombe@rsbfirm.coulombe@rsbfirm.coulombe@rsbfirm.coulombe@rsbfirm.co$ 

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on behalf of Creditor J.W. Didado Electric LLC gmcdonald@mmmsk.com, hdowell@mcdonaldpllc.com

Hector Duran, Jr

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on behalf of Creditor Anchorage Lending CA LLC jdrew@otterbourg.com

James B. Bailey

on behalf of Creditor c/o James Bailey Esq Gaylor Electric Inc., d/b/a Gaylor, Inc. jbailey@bradley.com,

jbailey@ecf.courtdrive.com

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Jason Starks

on behalf of Creditor Travis County bkecf@traviscountytx.gov

Jason B. Binford

on behalf of Creditor Tenaska Power Services Co. jason.binford@rsbfirm.com

Jason R Kennedy

on behalf of Creditor Humphrey & Associates Inc. bankruptcy@laperouselaw.com, holly@harrisonsteck.com

Jason S Brookner

on behalf of Creditor Committee Official Committee of Unsecured Creditors jbrookner@grayreed.com lwebb@grayreed.com

Jay K Farwell

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on behalf of Creditor Huband-Mantor Construction Inc. jfarwell@cokinoslaw.com, dcarlin@cokinoslaw.com

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on behalf of U.S. Trustee US Trustee jayson.b.ruff@usdoj.gov

Jeffrey Philipp Prostok

on behalf of Creditor ABLe Communications Inc. jprostok@forsheyprostok.com,

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Jennifer Jaye Hardy

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John Lewis, Jr.

on behalf of Creditor General Casualty Company of Wisconsin jolewis@shb.com sgrussell@shb.com

John F Higgins, IV

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John F Higgins, IV

on behalf of Interested Party Foundry Digital LLC jhiggins@porterhedges.com

emoreland@porterhedges.com;eliana-garfias-8561@ecf.pacerpro.com;mwebb@porterhedges.com

John Kendrick Turner

 $on\ behalf\ of\ Creditor\ Dallas\ County\ john.turner@lgbs.com\ Dora. Casiano-Perez@lgbs.com; Dallas\ Bankruptcy@lgbs.com; Dallas\ County\ part of\ Creditor\ Dallas\ Creditor\ part of\ Creditor\ Dallas\ County\ part of\ Creditor\ Dallas\ Creditor\ part of\ C$ 

John Stuart Collins

on behalf of Interested Party Condair Inc. jscollins@vorys.com mdwalkuski@vorys.com

Judith W Ross

on behalf of Creditor Tenaska Power Services Co. judith.ross@rsbfirm.com

Kelli S. Norfleet

on behalf of Creditor City of Denton kelli.norfleet@haynesboone.com kenneth.rusinko@haynesboone.com

Lydia R Webb

on behalf of Creditor Committee Official Committee of Unsecured Creditors lwebb@grayreed.com vsalazar@grayreed.com

Maegan Quejada

on behalf of Creditor NYDIG ABL LLC mquejada@sidley.com

txefiling notice @ sidley.com; maegan-quejada-3302 @ ecf.pacerpro.com; efiling notice @ sidley.com; efiling no

Marcy J. McLaughlin Smith

on behalf of Creditor Dalton Utilities marcy.smith@troutman.com \\

Marguerite Lee DeVoll

on behalf of Interested Party McCarthy Building Companies Inc. mdevoll@watttieder.com

Maria Mulrooney Bartlett

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Matthew Ray Brooks

 $on\ behalf\ of\ Creditor\ Dalton\ Utilities\ matthew. brooks\@troutman.com\ wlbank\@troutman.com; Monica. Molitor\@troutman.com\ wlbank\@troutman.com; Monica. Molitor\@troutman.com\ wlbank\@troutman.com; Monica. Molitor\@troutman.com\ wlbank\@troutman.com; Monica. Molitor\@troutman.com\ wlbank\@troutman.com\ wlbank\@troutman.com; Monica. Molitor\@troutman.com\ wlbank\@troutman.com\ wlbank\wlb$ 

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Misti Lachelle Beanland

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Nathaniel Richard Hull

on behalf of Creditor MassMutual Asset Finance LLC nhull@verrilldana.com

Noelle M Reed

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daniel.mayerfeld@skadden.com; dockethouston@skadden.com; rachel.redman@skadden.com; wendy.lamanna@skadden.com; and rachel.redman@skadden.com; wendy.lamanna@skadden.com; wendy.lamanna.go. wendy.lamanna.

ea.bates@skadden.com;christopher.heaney@skadden.com

Patrick Holder Autry

on behalf of Creditor CEC Energy Services LLC pautry@branscombpc.com\_slee@branscomblaw.com

Patrick Holder Autry

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on behalf of Creditor Coonrod Electric Co. LLC pautry@branscombpc.com slee@branscomblaw.com

Peter Clifton Lewis

on behalf of Interested Party Board of Directors of Core Scientific Inc. peter.lewis@solidcounsel.com,

marcella.morales@solidcounsel.com

R. J. Shannon

on behalf of Interested Party B. Riley Commercial Capital LLC rshannon@shannonpllc.com,

rshannon@shannonleellp.com;7044075420@filings.docketbird.com

Rachael L Smiley

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Scott D Fink

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Shawn Kevin Brady

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Shawn M Christianson

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Shirley Palumbo

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Stephanie Lyn O'Rourke

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Stephen Clark Jackson

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Stephen Clark Jackson

on behalf of Creditor GEM Mining 4 LLC sjackson@maynardcooper.com

Stephen Clark Jackson

on behalf of Creditor GEM Mining 3 LLC sjackson@maynardcooper.com

Stephen Clark Jackson

on behalf of Creditor GEM Mining 2 LLC sjackson@maynardcooper.com

Stephen Clark Jackson

on behalf of Creditor GEM Mining 2B LLC sjackson@maynardcooper.com

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Theresa A. Driscoll

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Thomas A Howley

on behalf of Creditor Dalton Utilities tom@howley-law.com\_roland@howley-law.com;eric@howley-law.com

Thomas O. Bean

on behalf of Creditor MassMutual Asset Finance LLC tbean@verrilldana.com

Timothy Alvin Davidson, II

on behalf of Creditor Sphere 3D Corp. taddavidson@andrewskurth.com

US Trustee

USTPRegion07.HU.ECF@USDOJ.GOV

TOTAL: 84